

✓ RETAIN

Paul Mannes , U.S. BANKRUPTCY JUDGE

PROCEEDING MEMO - CHAPTER 11

Date: 09/22/2004 Time: 10:30

03-30459 National Energy & Gas Transmission, Inc.

Aryeh E. Stein and Cameron J. Macdonald and Dennis J. Shaffer and J. Daniel Vorsteg and Kevin G. Hroblak and Martin T. Fletcher and Paul Nussbaum and Susan Jaffe Roberts representing National Energy & Gas Transmission, Inc. (Debtor)

No Trustee Assigned (Trustee)

John L. Daugherty and John L. ^1Daugherty and Julie A. Mack representing US Trustee - Greenbelt (U.S. Trustee)

(no aty) representing Steven Cimalore (Cred. Comm. Chair)

(no aty) representing Steven J. Doyon (Cred. Comm. Chair)

Bradford F. Englander representing Official Committee of Unsecured Creditors of PG&E National Energy Group, Inc. (Creditor Committee)

Joel I. Sher and Richard Marc Goldberg representing Official Noteholders' Committee (Creditor Committee)

Bradford F. Englander and Guy Sterling Neal representing Official Committee of Unsecured Creditors of PG&E Energy Trading Holdings, Gas, Power & ET Inv. (03-30461 thru 03-30464) (Creditor Committee)

Aryeh E. Stein and Dennis J. Shaffer and Susan Jaffe Roberts representing NEGT Energy Trading - Power, L.P. (Other Party)

Aryeh E. Stein and Dennis J. Shaffer representing NEGT Energy Investments Corporation (Other Party)

Aryeh E. Stein and Dennis J. Shaffer representing NEGT Energy Trading Holdings Corporation (Other Party)

Aryeh E. Stein and Dennis J. Shaffer representing NEGT Energy Trading - Gas Corporation (Other Party)

Dennis J. Shaffer representing Energy Services Ventures, Inc. (Other Party)

Kay  
Speiser  
Broderman

Feldman  
Fletcher

O'Connor  
Sher

Israel

Englander

FILE

Dennis J. Shaffer representing Quantum Ventures (Other Party)

[1240] Joint Motion of Affiliated Debtors for Order: (I) Approving Omnibus Intercompany Claims Reconciliation and Settlements Pursuant to Bankruptcy Code Sections 105, 363 and 502 and Bankruptcy Rule 9019; and (II) Fixing Deadline for Filing Proofs of Claim and Approving Form and Manner of Notice Thereof for All Intercompany Claims not Included in the Omnibus Intercompany Claims Settlement, Pursuant to Bankruptcy Rules 2002 and 3003(c)(3) Filed by National Energy & Gas Transmission, Inc.. (Attachments: # (1) service list# (2) Service list# (3) Exhibit A# (4) Exhibit B# (5) Exhibit C# (6) Proposed Order)

Movant: National Energy & Gas Transmission, Inc. BY A Stein; J Vorsteg; K

[1367] ~~Objection on behalf of PG & E Corporation Filed by Jeffrey L. Tarkenton (related document(s) [1240] Generic Motion,, filed by Debtor National Energy & Gas Transmission, Inc.). (Attachments: # (1) Certificate of Service)~~

Movant: PG & E Corporation BY J Tarkenton;

[1427] ~~Objection on behalf of Southaven Power, LLC Filed by Deborah H. Devan (related document(s) [1240] Generic Motion,, filed by Debtor National Energy & Gas Transmission, Inc.). (Attachments: # (1) Certificate of Service)~~

Movant: Southaven Power, LLC BY D Devan; C Leavers;

[1428] ~~Objection on behalf of Official Committee of Unsecured Creditors of PG&E Energy Trading Holdings, Gas, Power & ET Int. (03-30461 thru 03-30464) Filed by Guy Sterling Neal (related document(s) [1240] Joint Motion of Affiliated Debtors for Order: (I) Approving Omnibus Intercompany Claims Reconciliation and Settlements Pursuant to Bankruptcy Code Sections 105, 363 and 502 and Bankruptcy Rule 9019... Filed by National Energy & Gas Transmission, Inc. (Neal, Guy) CORRECTIVE ENTRY: MOTION LINKED TO WRONG MOTION - LINKAGE CHANGED TO PAPER 1240 Modified on 5/5/2004 (Ore, K).~~

Movant: Official Committee of Unsecured Creditors of PG&E Energy Trading Holdin

[1707] ~~Motion National Energy & Gas Transmission, Inc.s Motion for Order Extending Its Exclusive Period to Obtain Acceptances for Its Plan of Reorganization (the NEGT Debtor) Filed by National Energy & Gas Transmission, Inc.. (Attachments: # (1) Service List# (2) Proposed Order)~~

Movant: National Energy & Gas Transmission, Inc. BY A Stein; J Vorsteg; K

[1781] ~~Motion Pursuant to Section 105(a) of the Bankruptcy Code and Bankruptcy Rule 9006(b) for an Order Further Extending the Debtors' Time to File Notices of Removal Under Bankruptcy Rule 9027 Filed by National Energy & Gas Transmission, Inc.. (Attachments: # (1) Service List# (2) Proposed Order)~~

Movant: National Energy & Gas Transmission, Inc. BY A Stein; J Vorsteg; K

[1848] Motion for Orders Pursuant to Sections 105(a), 363 and 1146 (c) of the Bankruptcy Code and Rules 2002, 6004 and 6006 of the Federal Rules of Bankruptcy Procedure: (I) Authorizing and Approving the Sale of the Equity Interests of Each of National Energy Power Company, LLC, Plains End, LLC and Madison Windpower LLC to Denali Power, LLC or Such Other Winning Bidder, Free and Clear of All Liens, Claims and Encumbrances: (II) Approving Bidding Procedures and Bid Protections and Bid Protections in Connection With Such Sale; (III) Scheduling Hearings and Prescribing Form and Manner of Notice; and (IV) Granting Related Relief Filed

*→ Granted*

by National Energy & Gas Transmission, Inc.. (Attachments: # (1) General Service List# (2) IPP Sale Motion Svc List# (3) Exhibit A (Purchase Agreement)# (4) Exhibit B (Bid Procedures Order)# (5) Exhibit C (Sale Order)# (6) Exhibit D (Equity Interests))

Movant: National Energy & Gas Transmission, Inc. BY A Stein; J Vorsteg; K

~~[1919] Response on behalf of Moss Bluff Hub Partners, L.P. Filed by Stephen E. Leach (related document(s) [1788] Objection to Claim, filed by Debtor National Energy & Gas Transmission, Inc.). (Attachments: # (1) Exhibit Moss Bluff Original Proof of Claim# (2) Exhibit Moss Bluff Amended Proof of Claim# (3) Exhibit Addendum to Moss Bluff Amended Proof of Claim)~~

Movant: Moss Bluff Hub Partners, L.P. BY S Leach;

~~[1957] Motion For Determination That Proof Of Claim Was Properly Filed Against Two Debtors, or in the alternative, To Allow Proof Of Claim To Be Amended Filed by Distrigas of Massachusetts, LLC. (Attachments: # (1) Exhibit A# (2) Exhibit B# (3) Exhibit C# (4) Proposed Order)~~

Movant: Distrigas of Massachusetts, LLC (no aty)

~~[1972] Motion for Order Authorizing and Approving Stipulation of Settlement by and Between Pacific Gas & Electric Company and Energy Services Ventures, Inc. Filed by National Energy & Gas Transmission, Inc.. (Attachments: # (1) service list# (2) Exhibit # (3) Proposed Order)~~

Movant: National Energy & Gas Transmission, Inc. BY A Stein; J Vorsteg; K

~~[1974] Notice of Motion for Order Authorizing and Approving Stipulation of Settlement by and Between Pacific Gas & Electric Company and Energy Services Ventures, Inc.. Notice Served on 8/13/2004, Filed by National Energy & Gas Transmission, Inc. (related document(s) [1972] Generic Motion, filed by Debtor National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt. Objections due by 8/30/2004.~~

Movant: National Energy & Gas Transmission, Inc. BY A Stein; J Vorsteg; K

~~[1997] Motion ET Debtors Motion For Order Approving Certain Settlement Agreements With The Project Companies And Power Services Company Filed by National Energy & Gas Transmission, Inc.. (Attachments: # (1) Exhibit # (2) Exhibit # (3) Service List# (4) Proposed Order)~~

Movant: National Energy & Gas Transmission, Inc. BY A Stein; J Vorsteg; K

~~[1998] Notice of Motion ET Debtors Motion For Order Approving Certain Settlement Agreements With The Project Companies And Power Services Company. Notice Served on 8/20/2004, Filed by National Energy & Gas Transmission, Inc. (related document(s) [1997] Generic Motion, filed by Debtor National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt. Objections due by 9/7/2004. (Attachments: # (1) Service List)~~

Movant: National Energy & Gas Transmission, Inc. BY A Stein; J Vorsteg; K

~~[2017] Notice of Continuance of Hearing on Joint Motion of Affiliated Debtors for Order: (I) Approving Omnibus Intercompany Claims Reconciliation and Settlements Pursuant to Bankruptcy Code Sections 105, 363 and 502 and Bankruptcy Rule 9019; and (II) Fixing Deadline for Filing Proofs of Claim and Approving Form and Manner of Notice Thereof for All Intercompany Claims not Included in the Omnibus Intercompany Claims Settlement, Pursuant to Bankruptcy Rules 2002 and 3003(c)(3) Filed by National Energy & Gas Transmission, Inc. (related document(s) [1240]~~

→ granted

Generic Motion,, filed by Debtor National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt. (Attachments: # (1) Service List# (2) Service List)

Movant: National Energy & Gas Transmission, Inc. BY A Stein; J Vorsteg; K

[2018] Motion for Order Authorizing and Approving Stipulation Regarding Arbitration and Stay of Objections to Claims of Southaven Power, LLC, Caledonia Generation, LLC and General Electric Capital Corporation (Docket No. 1772) Filed by National Energy & Gas Transmission, Inc.. (Attachments: # (1) Service List# (2) Exhibit 1# (3) Proposed Order) → *granted.*

Movant: National Energy & Gas Transmission, Inc. BY A Stein; J Vorsteg; K

~~[2022] Notice of Continuance of Hearing on National Energy & Gas Transmission, Inc.'s Motion for Order Extending Its Exclusive Period to Obtain Acceptances for Its Plan of Reorganization (the NEGT Debtor) Filed by National Energy & Gas Transmission, Inc. (related document(s) [1707] Generic Motion, filed by Debtor National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt. (Attachments: # (1) Service List A# (2) Service List B)~~

Movant: National Energy & Gas Transmission, Inc. BY A Stein; J Vorsteg; K

~~[2034] Response on behalf of Double Black Diamond Offshore LDC Filed by Double Black Diamond Offshore LDC (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Status Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt.~~

Movant: Double Black Diamond Offshore LDC (no aty)

~~[2035] Response on behalf of Guardian Life Insurance Co. of America Filed by Guardian Life Insurance Co. of America (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Status Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt. (Attachments: # (1) Exhibit)~~

Movant: Guardian Life Insurance Co. of America (no aty)

~~[2036] Response on behalf of The Variable Annuity Life Ins. Co. Filed by The Variable Annuity Life Ins. Co. (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Status Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt. (Attachments: # (1) Exhibit)~~

Movant: The Variable Annuity Life Ins. Co. (no aty)

~~[2037] Response on behalf of American Int'l. Life Assurance Co. of NY Filed by American Int'l. Life Assurance Co. of NY (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Status Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt. (Attachments: # (1) Exhibit)~~

Movant: American Int'l. Life Assurance Co. of NY (no aty)

~~[2038] Response on behalf of AIG Life Insurance Co. Filed by AIG Life Insurance Co. (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Status Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt. (Attachments: # (1) Exhibit)~~

Movant: AIG Life Insurance Co. (no aty)

~~[2040] Response on behalf of Unum Life Insurance Co. of~~

America, Inc. Filed by Unum Life Insurance Co. of America, Inc. (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt. (Ore, K) CORRECTIVE ENTRY: FILE DATE CHANGED TO 9/2 Modified on 9/3/2004 (Ore, K).

Movant: Unum Life Insurance Co. of America, Inc. (no aty)

[2041] Response on behalf of Lincoln National Life Insurance Co. Filed by Lincoln National Life Insurance Co. (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt.

Movant: Lincoln National Life Insurance Co. (no aty)

[2042] Response on behalf of Provident Life and Accident Insurance Co. Filed by Provident Life and Accident Insurance Co. (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt.

Movant: Provident Life and Accident Insurance Co. (no aty)

[2043] Response on behalf of Fernwood Associates L.P. Filed by Fernwood Associates L.P. (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt.

Movant: Fernwood Associates L.P. (no aty)

[2044] Response on behalf of Fernwood Restructurings, Ltd. Filed by Fernwood Restructurings, Ltd. (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt.

Movant: Fernwood Restructurings, Ltd. (no aty)

[2045] Response on behalf of Fernwood Foundation Fund L.P. Filed by Fernwood Foundation Fund L.P. (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt.

Movant: Fernwood Foundation Fund L.P. (no aty)

[2046] Response on behalf of Sun Life Assurance Co. of Canada Filed by Sun Life Assurance Co. of Canada (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt.

Movant: Sun Life Assurance Co. of Canada (no aty)

[2049] Response on behalf of John Hancock Variable Life Insurance Co. Filed by John Hancock Variable Life Insurance Co. (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt.

Movant: John Hancock Variable Life Insurance Co. (no aty)

[2050] Response on behalf of John Hancock Life Insurance Co. Filed by John Hancock Life Insurance Co. (related



document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt.

Movant: John Hancock Life Insurance Co. (no aty)

[2052] Response on behalf of Reliastar Life Insurance Co Filed by Reliastar Life Insurance Co. (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt. (Ore, K) CORRECTIVE ENTRY: EXHIBIT ADDED Modified on 9/3/2004 (Ore, K).

Movant: Reliastar Life Insurance Co. (no aty)

[2053] Response on behalf of Reliastar Life Insurance Co., as successor to No. Life Ins. Co. Filed by Reliastar Life Insurance Co., as successor to No. Life Ins. Co. (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt. (Attachments: # (1) Exhibit)

Movant: Reliastar Life Insurance Co., as successor to No. Life Ins. Co. (no aty)

[2054] Response on behalf of Reliastar Life Insurance Co., as successor to Security-Connecticut Life Ins. Co. Filed by Reliastar Life Insurance Co., as successor to Security-Connecticut Life Ins. Co. (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt. (Attachments: # (1) Exhibit)

Movant: Reliastar Life Insurance Co., as successor to Security-Connecticut Life

[2057] Response on behalf of Union Fidelity Life Insurance Co. Filed by Union Fidelity Life Insurance Co. (related document(s) [1933] Objection to Claim filed by Debtor National Energy & Gas Transmission, Inc.). Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt.

Movant: Union Fidelity Life Insurance Co. (no aty)

[2058] Response on behalf of American Mayflower Life Insurance Co. of NY Filed by American Mayflower Life Insurance Co. of NY (related document(s) [1933] Omnibus Objection to Claim Filed by Bear Swamp Entities Filed by National Energy & Gas Transmission, Inc.) Hearing scheduled for 9/22/2004 at 10:30 AM at Courtroom 3-D, Greenbelt.

Movant: American Mayflower Life Insurance Co. of NY (no aty)

*p. 1933 - status conf. cont. (216)*  
PLAN/DISCLOSURE STATEMENT DISPOSITIONS: *12/7/04*

Approved \_\_\_\_\_ Denied Approval \_\_\_\_\_ Deadline to file Amended D/S \_\_\_\_\_  
Other \_\_\_\_\_  
Confirmed \_\_\_\_\_ as modified by \_\_\_\_\_  
Denied Confirmation \_\_\_\_\_ with leave to amend by \_\_\_\_\_  
Other \_\_\_\_\_

#### DISPOSITIONS:

Granted \_\_\_\_\_ Denied \_\_\_\_\_ Withdrawn \_\_\_\_\_ Consent \_\_\_\_\_ Default \_\_\_\_\_ Under Adv. \_\_\_\_\_  
Moot \_\_\_\_\_ Dismissed \_\_\_\_\_ Relief by Operation of Law (no order req.) \_\_\_\_\_

Continued to: \_\_\_\_\_